

12/27/05 10:45:39
BK 517 PG 447
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

This Instrument Prepared By And Please Return To:
R. Hunter Humphreys
Glankler Brown, PLLC
1700 One Commerce Square
Memphis, TN 38103

90/-525-1322

SPECIAL WARRANTY DEED

THIS INDENTURE, is made and entered into this 20 day of December, 2005, by and between Cooper Realty Investments, Inc., an Arkansas corporation ("Grantor") and IWS Shelby Partners, a Tennessee general partnership composed of William A. Leatherman, Jr., Shea Leatherman and Irwin L. Zanone, as to an undivided twenty-five percent (25%) interest, The Burger Family Limited Partnership, an Arkansas limited partnership, as to an undivided one and one-quarter percent (1.25%) interest, Trio Investments, LLC, an Arkansas limited liability company, as to an undivided two and one-half percent (2.5%) interest, and Devereux Management Company, an Arkansas corporation, as to an undivided one and one-quarter percent (1.25%) interest, as tenants in common with Seller, as to their respective interests (collectively, "Grantee").

WITNESSETH:

That, for and in consideration of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the Grantee certain real estate located in DeSoto County, State of Mississippi, being more particularly described on Exhibit "A" hereto (the "Property").

Grantor has retained an undivided seventy percent (70%) interest in the Property. Following the conveyances set forth herein, fee simple title to the Property shall be vested as follows: Cooper Realty Investments, Inc., an undivided 70% interest; IWS Shelby Partners, an undivided 25% interest; The Burger Family Limited Partnership, an undivided 1.25% interest; Trio Investments, LLC, an undivided 2.5% interest; and Devereux Management Company, an undivided 1.25% interest.

This conveyance is subject to those matters set forth on Exhibit "B" attached hereto and made a part hereof.

The Grantor does hereby covenant with the Grantee that it is lawfully seized in fee of the Property; that it has a good right to sell and convey the same; that the same is unencumbered, except as described in Exhibit "B" attached hereto, and that it will warrant and forever defend the title and quiet possession against the lawful claims of all persons claiming by, through or under it, but not further or otherwise.

Glankler
Brown

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

Cooper Realty Investments, Inc.,
an Arkansas corporation

By: Dewitt H. Smith, III
Dewitt H. Smith, III, President

Tennessee
STATE OF ARKANSAS;
COUNTY OF Davidson:

Personally appeared before me, the undersigned authority in and for the said county and state, on this 20th day of December, 2005, within my jurisdiction, the within named Dewitt H. Smith, III, who acknowledged that he is the President of Cooper Realty Investments, Inc., an Arkansas corporation, and that for and on behalf of the said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

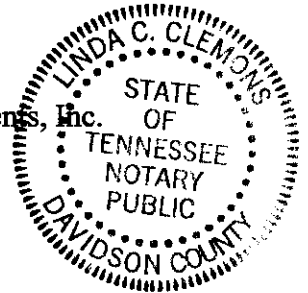
My commission expires:

7/19/08

Address of Grantor:
Cooper Realty Investments, Inc.
903 N. 47th Street
Rogers, AR 72756
Tel: (479) 256-6500

Linda C. Clemons
Notary Public

Address of Grantee:
Tenants in Common
c/o Cooper Realty Investments, Inc.
903 N. 47th Street
Rogers, AR 72756
Tel: (479) 256-6500



Indexing Instructions:

Parcels I: Lots 1 and 2 of Hoover Plaza Subdivision, Plat Book 65, Page 6 and Plat Book 68, Page 29

Parcel II: Part of NE/4 of Section 35, Township 1 South, Range 6 West

Parcels III & IV: Part of SE/4 of Section 26, Township 1 South, Range 6 West

All in DeSoto County, Mississippi.

"EXHIBIT A"

Land in DeSoto County, Mississippi:

PARCEL I:

Being Lots 1 and 2 of Hoover Plaza Subdivision of record in Plat Book 65, Page 6 and Plat Book 68, Page 29 at the DeSoto County Chancery Clerk's Office and being more particularly described as follows:

Beginning at a 2" iron pin set at the southeast corner of Lot 2, First Addition, Hoover Plaza Subdivision of record in Plat Book 68 Page 29 at the DeSoto County Chancery Clerk's Office, said point being on the west right of way line of New Hacks Cross Road (120' wide public right of way); Thence N 89°53'04" W along the south line of said Lot 2 a distance of 244.08 feet to a 2" iron pin set at the southwest corner of said lot; Thence N 0°41'39" W along the west line of said Lot 2 and Lot 1 (Plat Book 65 Page 6) a distance of 370.07 feet to a 2" iron pin set on the south line of the State of Mississippi property (formerly the old Clyde F. Farabee 1.5 acres); Thence N 89°10'00" E along said south line and along the north line of said Lot 1 a distance of 174.39 feet to a 2" iron pin set on the southwest right of way line of New Goodman Road (State Highway 302); Thence S 48°08'12" E along said southwest line 109.58 feet to a state of Mississippi concrete right of way monument at the intersection with the west right of way line of said New Hacks Cross Road; Thence S 3°58'22" W along the said west line of Hacks Cross Road 70.51 feet to a found State of Mississippi concrete right of way monument at the beginning of a curve to the left; Thence southwardly along said west line and along the arc of said curve having a radius of 1969.86 feet, an arc length of 229.74 feet and a chord of 229.61 feet (S0°37'53"W) to the point of beginning. Containing 89,304 square feet or 2.0501 acres more or less.

Being the same property conveyed to Grantor herein by Warranty Deed of record in Book 501, Page 670 and Quit Claim Deed of record in Book 501, Page 672 of the records of the Chancery Clerk's Office of DeSoto County, Mississippi.

"EXHIBIT A" - Continued**PARCEL II:****Tract 1:**

Part of the Joanne Hoover property lying on the west side of New Hacks Cross Road and south of Old Goodman Road in DeSoto County, Mississippi and being more particularly described, in 2 parts, as follows:

Commencing at the northeast corner of Section 35, Township 1 South, Range 6 West, in DeSoto County, Mississippi; thence S 0°54'34" E along the east line of said section and along the centerline of Old Bethel Road a distance of 1319.75 feet to a found pk nail at the southeast corner of the northeast quarter of the northeast quarter; Thence S 88°21'54" W along the north line of the Edna Woods and Wiley Woods, Jr. 7.0 acres (Book 0389 Page 0204) a distance of 152.19 feet to a 2" iron pin set on the west right of way line of New Hacks Cross Road (120' wide public ROW) and the point of beginning of the herein described 33.86685 acres; Thence S 88°21'54" W along the north line of said 7 acres 1389.60 feet to a found axle at the southeast corner of Lot 31, Section B, The Branch Subdivision (Plat Book 34 Page 34); Thence N 0°04'14" W along the east line of said Section B and Section A (Plat Book 31 Page 47) a distance of 1301.63 feet to a 2" iron pin set on the south right of way line of Old Goodman Road (80' wide public ROW); Thence N 89°13'17" E along said south right of way 40' south of and parallel to the north line of said Section 35 a distance of 824.16 feet to a 2" iron pin set at the point of intersection with the southwest line of New Goodman Road (Mississippi State Highway 302); Thence Southeastwardly along the southwest line of said highway and along the arc of a curve to the left having a radius of 4043.72 feet, an arc length of 70.21 feet and a chord of 70.21 feet (S 64°42'44" E) to a 2" iron pin set on the west line of the old Clyde F. Farabee 1.5 acres now being the State of Mississippi property; Thence S 0°40'19" E along said west line 228.78 feet to a found pinched pipe; Thence N 89°10'00" E along the south line of said property 125.65 feet to a 2" iron pin set at the northwest corner of Lot 1, Hoover Plaza Subdivision of record in Plat Book 65 Page 6; Thence S 01°41'39" E along the west line of said Lot 1 and along the west line of Lot 2 (Plat Book 68 Page 29) a distance of 370.07 feet to a 2" iron pin set at the southwest corner of said Lot 2; Thence S 89°53'04" E along the south line of said Lot 2 a distance of 244.08 feet to a 2" iron pin set on the said west line of New Hacks Cross Road; Thence southwardly along said west line and along the arc of a curve to the left having a radius of 1969.86 feet, an arc length of 421.81 feet and a chord of 421.00 feet (S 8°50'39" E) to a State of Mississippi concrete right of way monument at the point of tangency; Thence S 14°58'43" E along said west line 237.80 feet to the point of beginning. Containing 1,475,240 square feet or 33.86685 acres more or less.

AND

"EXHIBIT A" - Continued**Tract 2:**

The remnants of that property deeded to Eugene O'Neal Hoover, Sr. in Book 78 Page 379 at the DeSoto County Register's Office and being more particularly described as follows: Commencing at a State of Mississippi concrete right of way monument at the intersection of the west right of way of New Hacks Cross Road (120' wide public right of way) with the southwest right of way line of New Goodman Road (State Highway 302), said point being the northeast corner of Lot 1, Hoover Plaza Subdivision of record in Plat Book 65 Page 6 at the DeSoto County Register's Office; Thence N 48°08'12" W along the said southwest line of New Goodman Road a distance of 109.58 feet to a 2" iron pin set on the south line of the Eugene O'Neal Hoover, Sr. property of record in Book 78 Page 379 and also being the point of beginning of the herein described 0.02725 acres; Thence S 89°10'00" W along said south line 50.80 feet to a found bolt at the southeast corner of the State of Mississippi property formerly the old Clyde F. Farabee 1.5 acres; Thence N 0°40'19" W along the east line of said 1.5 acres 46.75 feet to a 2" iron pin set on the said southwest right of way of New Goodman Road; Thence S 48°08'12" E along said right of way 68.94 feet to the point of beginning. Containing 1187 square feet or 0.02725 acres more or less.

Being the same properties conveyed to Grantor herein by Special Warranty Deed of record in Book 499, Page 679 and by Quitclaim Deed of record in Book 400, Page 676 of the records of the Chancery Clerk's Office of DeSoto County, Mississippi.

"EXHIBIT A" - Continued**PARCEL III:**

The remaining 3.0517 acres of the Drue D. Birmingham, Jr. Property (Book 61 Page 606 and Book 77 Page 364) and being in the southwest quarter of the southeast quarter of Section 26, Township 1 South, Range 6 West, DeSoto County, Mississippi and being more particularly described as follows: BEGINNING at the southwest corner of the southeast quarter of the southeast quarter of Section 26 and on the centerline of Old Goodman Road (80' wide right of way), said point being 343.31 feet east of the centerline intersection of said Goodman Road with Branch Road connector (100' wide right of way);

Thence N 0°46'01" W along the west line of the southeast quarter of the southeast quarter a distance of 40.00 feet to a 1/2" rebar set on the north right of way line of said Goodman Road and the point of beginning, said point being the southwest corner of the Louie H. Nichols, et al property (Book 0347 Page 0458);

Thence S 89°13'17" W along the said north line of Goodman Road 292.66 feet to a 1/2" rebar set at the point of intersection with said north line and the east line of the Branch Road connector (100' wide right of way), said point being 1.00' south of a concrete right of way monument;

Thence N 0°09'14" E along said east line of Branch Road 109.50 feet to a concrete right of way monument at the beginning of a curve to the left;

Thence northwardly along said east line and along the arc of said curve having a radius of 322.84 feet, an arc length of 224.54 feet and a chord of 220.04 feet (N 19°46'20" W) to a concrete right of way monument at the end of said curve;

Thence N 40°55'54" W along said east line 28.44 feet to a concrete right of way monument at the intersection of said east line with the south line of the Old Goodman Road connector (100' wide right of way);

Thence N 50°06'30" E along said south line 223.56 feet to a concrete right of way monument on the south line of New Goodman Road (Mississippi State Highway 302);

Thence S 69°52'51" E along said South line 59.20 feet to a concrete right of way monument at a point where the right of way is 250' wide;

Thence southeastwardly along said south line and along the arc of a curve to the left having a radius of 3944.72 feet, an arc length of 198.94 feet and a chord of 198.92 feet (S 50°40'19" E) to a 1/2" rebar set on the west line of Lot 17, Section "A", Olive Ridge Subdivision (Plat Book 41 Page 38);

Thence S 0°46'01" E along said west line and along the west line of said Louie H. Nichols property a distance of 331.06 feet to the point of beginning.

Containing 132,933 square feet or 3.0517 acres more or less.

Being the same property conveyed to Grantor herein by Warranty Deed of record in Book 500, Page 597 and Quitclaim Deed of record in Book 500, Page 599 of the records of the Chancery Clerk's Office of DeSoto County, Mississippi.

"EXHIBIT A" - Continued**PARCEL IV:**

The remaining 1.6397 acres of the Louie H. Nichols, et al property (Book 0347 Page 0458) and being in the southeast quarter of the southeast quarter of Section 26, Township 1 South, Range 6 West, DeSoto County, Mississippi and being more particularly described as follows:

Beginning at the southwest corner of the southeast quarter of the southeast quarter of Section 26 and on the centerline of Old Goodman Road (80' wide right of way), said point being 343.31 feet east of the centerline intersection of said Goodman Road with Branch Road connector (100' wide right of way);

Thence N 0°46'01" W along the west line of the southeast quarter of the southeast quarter a distance of 40.00 feet to a 1/2" rebar set on the north right of way line of said Goodman Road and the point of beginning, said point being the southeast corner of the Drue D. Birmingham, Jr. property (Book 61 Page 606);

Thence N 0°46'01" W along the east line of said Birmingham property 260.17 feet to a 1/2" rebar set at the southwest corner of Lot 16, Section "A", Olive Ridge Subdivision (Plat Book 41 Page 38);

Thence N 89°13'17" E along the south line of said Lot 16 a distance of 91.34 feet to a 1/2" rebar set on the south line of New Goodman Road (Mississippi State Highway 302) having a 250' wide right of way;

Thence southeastwardly along said south line and along the arc of a curve to the left having a radius of 3944.72 feet, an arc length of 398.18 feet and a chord of 398.01 feet (S 56°41'15" E) to a 1/2" rebar set on the west line of Olive Ridge Drive (50' wide row) of record in Plat Book 41 Page 38;

Thence S 1°03'34" E along said west line of Olive Ridge Drive a distance of 37.08 feet to a 1/2" rebar set on the north line of said Old Goodman Road;

Thence S 89°13'17" W along said north line 421.18 feet to the point of beginning.

Containing 71,427 square feet or 1.6397 acres more or less.

Being the same property conveyed to Grantor herein by Special Warranty Deed of record in Book 501, Page 375 and Quitclaim Deed of record in Book 501, Page 380 of the records of the Chancery Clerk's Office of DeSoto County, Mississippi.

EXHIBIT "B"**PERMITTED ENCUMBRANCES**

1. City of Olive Branch taxes for the year 2005, and DeSoto County taxes for the year 2005, and all subsequent years, the amounts of which are not yet ascertainable, due or payable.
2. Any prior reservation or conveyance, together with release of damages, of minerals of every kind and character, including, but not limited to oil, gas, sand and gravel in, on and under subject property.
3. Restrictions and building lines of record in Plat Book 65, Page 6, and in Plat Book 68, Page 29, both in the Chancery Clerk's Office of DeSoto County, Mississippi, as to Parcel I.
4. Utility easement, five (5) and ten (10) feet in width, along the property lines, of record in Plat Book 65, Page 6, and in Plat Book 68, Page 29, both in said Chancery Clerk's Office, as to Parcels I and II, as shown on survey by Dickinson & Bennett, Inc. dated October 8, 2004, revised December 17, 2004.
5. Rights of access to adjoining road granted in Warranty Deed of record in Book 267, Page 516 of the records of said Chancery Clerk's Office, as shown on said survey, as to Parcels I and II.
6. Sewer main easement, ten (10) feet in width, created by Utility Easement of record in Book 249, Page 403 of the records of said Chancery Clerk's Office, as shown on said survey, as to Parcel II.
7. Telephone easement, fifteen (15) feet in width, created by Grant Of Easement of record in Book 180, Page 140 of the records of said Chancery Clerk's Office, as shown on said survey, as to Parcel II.
1. Rights of access to adjoining road granted in Warranty Deeds of record in Book 259, Page 696, Book 258, Page 558, Book 259, Page 280, all of the records of Chancery Clerk's Office of DeSoto County, Mississippi, as to Parcels III and IV.
8. Location of fences, pole and wire lines and anchor guy, as shown on survey by Dickinson and Bennett, Inc. dated October 22, 2004, last revised February 25, 2005, as to Parcels III and IV.